

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

<b>In re:</b>	§	<b>Chapter 11</b>
	§	
<b>W. R. GRACE &amp; CO., et al.,</b>	§	<b>Case No. 01-01139 (JKF)</b>
	§	
<b><i>Debtors.</i></b>	§	<b>Jointly Administered</b>
	§	
	§	<b>Objection Deadline: 12/12/2011; 4:00 PM ET</b>
	§	<b>Hearing Date: 3/28/2012; 9:00 AM ET</b>

**TWELFTH QUARTERLY APPLICATION OF ALAN B. RICH, ESQ. FOR  
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF  
EXPENSES AS COUNSEL TO THE LEGAL REPRESENTATIVE FOR  
FUTURE ASBESTOS-RELATED PROPERTY DAMAGE CLAIMANTS  
AND HOLDERS OF DEMANDS FOR THE 42<sup>ND</sup> QUARTERLY  
PERIOD FROM JULY 1, 2011 THROUGH SEPTEMBER 30, 2011**

TO THE HONORABLE JUDGE OF SAID COURT:

COMES NOW, Alan B. Rich, Esq., pursuant to sections 327, 330 and 331 of title 11 of the United States Code (the "Bankruptcy Code"), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), the Retention Order (as defined below), the Administrative Order Under 11 U.S.C. §§105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Professionals and Official Committee Members (the "Interim Compensation Order"), the Amended Administrative Order under 11 U.S.C. §§105(a) and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members (the "Amended Interim Compensation Order") and Del. Bankr. LR 2016-2, and hereby applies for an order allowing him (i) compensation in the amount of \$29,120.00 for the reasonable and necessary legal services he has rendered to the Hon. Alexander M. Sanders, Jr., Legal Representative for Future Asbestos-Related Property

Damage Claimants and Holders of Demands and (ii) reimbursement of actual and necessary expenses that he has incurred in the amount of \$20.88, for a total of \$29,140.88, or one hundred percent (100%) of all compensation and expense reimbursement requested, for the period July 1, 2011 through September 30, 2011 (the "Quarterly Fee Application"), and in support of this Quarterly Fee Application, would respectfully show as follows:

### SUMMARY

Name of Applicant:	Alan B. Rich, Esq.
Authorized to Provide Services To:	Hon. Alexander M. Sanders, Jr., Legal Representative for Future Asbestos- Related Property Damage Claimants and Holders of Demands
Date of Retention:	September 29, 2008 ( <i>nunc pro tunc</i> )
Period for Which Compensation and Reimbursement is Sought:	July 1, 2011 through September 30, 2011
Amount of Fees Sought as Actual Reasonable and Necessary:	\$29,120.00
Amount of Expenses Sought as Actual, Reasonable and Necessary:	\$20.88
This is a(n): <input type="checkbox"/> Monthly <input checked="" type="checkbox"/> Quarterly <input type="checkbox"/> Interim <input type="checkbox"/> Final Application	

### PRIOR APPLICATIONS

Date Filed	Period Covered	Requested Fees <sup>1</sup>	Requested Expenses	Status of Fees	Status of Expenses
11/15/2008	9/29/2008 to 9/30/2008	\$5,796.00	\$693.50	Paid	Paid
11/15/2008	10/1/2008 to 10/30/2008	\$24,380.00	\$3,821.18	Paid	Paid

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<sup>1</sup> At 80% of the total incurred.

12/11/2008	11/1/2008 to 11/30/2008	\$35,326.00	\$4,010.79	Paid	Paid
1/2/2009	12/1/2008 to 12/31/2008	\$18,510.00	\$1,482.39	Paid	Paid
2/1/2009	1/1/2009 to 1/31/2009	\$31,740.00	\$2,717.34	Paid	Paid
3/2/2009	2/1/2009 to 2/28/2009	\$32,614.00	\$2,420.56	Paid	Paid
4/2/2009	3/1/2009 to 3/31/2009	\$27,186.00	\$4,556.30	Paid	Paid
5/5/2009	4/1/2009 to 4/30/2009	\$25,898.00	\$2,612.62	Paid	Paid
6/2/2009	5/1/2009 to 5/31/2009	\$56,304.00	\$5,301.01	Paid	Paid
7/1/2009	6/1/2009 to 6/30/2009	\$56,902.00	\$7,769.09	Paid	Paid
8/22/2009	7/1/2009 to 7/31/2009	\$40,296.00	\$4,279.60	Paid	Paid
9/1/2009	8/1/2009 to 8/31/2009	\$56,442.00	\$6,484.97	Paid	Paid
10/1/2009	9/1/2009 to 9/30/2009	\$65,184.00	\$6,064.05	Paid	Paid
11/1/2009	10/1/2009 to 10/31/2009	\$28,848.00	\$2,337.16	Paid	Paid
12/1/2009	11/1/2009 to 11/30/2009	\$16,176.00	\$10.35	Paid	Paid
1/3/2010	12/1/2009 to 12/31/2009	\$7,200.00	\$194.00	Paid	Paid
2/1/2010	1/1/2010 to 1/31/2010	\$29,088.00	\$2,415.28	Paid	Paid
3/2/2010	2/1/2010 to 2/28/2010	\$7,392.00	\$187.00	Paid	Paid
4/1/2010	3/1/2010 to 3/31/2010	\$7,200.00	\$150.56	Paid	Paid
5/3/2010	4/1/2010 to 4/30/2010	\$11,040.00	\$805.28	Paid	Paid
6/1/2010	5/1/2010 to 5/31/2010	\$5,808.00	\$44.00	Paid	Paid

7/1/2010	6/1/2010 to 6/30/2010	\$9,792.00	\$779.81	Paid	Paid
8/2/2010	7/1/2010 to 7/31/2010	\$7,824.00	\$208.00	Paid	Paid
9/1/2010	8/1/2010 to 8/31/2010	\$4,272.00	\$273.00	Paid	Paid
10/1/2010	9/1/2010 to 9/30/2010	\$6,672.00	\$30.00	Paid	Paid
11/1/2010	10/1/2010 to 10/31/2010	\$3,408.00	\$44.00	Paid	Paid
12/1/2010	11/1/2010 to 11/30/2010	\$6,012.00	\$0	Paid	Paid
1/3/2011	12/1/2010 to 12/31/2010	\$13,572.00	\$1,146.02	Paid	Paid
2/1/2011	1/1/2011 to 1/31/2011	\$13,416.00	\$1,247.19	Paid	Paid
3/1/2011	2/1/2011 to 2/28/2011	\$17,992.00	\$1,509.34	Paid	Paid
4/1/2011	3/1/2011 to 3/31/2011	\$10,660.00	\$201.00	Paid	Paid
5/2/2011	4/1/2011 to 4/30/2011	\$13,364.00	\$44.00	Paid	Paid
6/1/2011	5/1/2011 to 5/31/2011	\$22,932.00	\$243.05	Paid	Paid
7/1/2011	6/1/2011 to 6/30/2011	\$18,824.00	\$533.60	Paid	Paid
8/1/2011	7/1/2011 to 7/31/2011	\$10,088.00	\$0	Paid	Paid
9/1/2011	8/1/2011 to 8/31/2011	\$6,708.00	\$20.88	Paid	Paid
10/3/2011	9/1/2011 to 9/30/2011	\$6,500.00	\$0	Paid	Paid

Alan B. Rich is the only attorney providing services in this Fee Application period. Mr. Rich has practiced law for 27 years, and his billing rate is \$650 per hour. In this Quarterly

Application period Mr. Rich billed 44.8 hours,<sup>2</sup> for a total amount billed of \$29,120.00, of which 80% (\$23,296.00) has already been paid, leaving the amount not yet approved or paid of \$5,824.00.

The time for preparation of this Twelfth Quarterly Application is approximately 1.5 hours, for which \$975.00 will be requested in a future application.

COMPENSATION BY PROJECT CATEGORY

Project Category	Hours	Amount
Confirmation	15.7 <sup>3</sup>	\$10,205.00
Business Operations	17.6	\$11,440.00
Fee Applications	11.5	\$7,475.00
TOTAL	44.8	\$29,120.00

EXPENSE SUMMARY

Description	Expense
Court Call	\$20.00
Pacer	\$8.88
TOTAL	\$20.88

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<sup>2</sup> Non-Productive travel time, if any, is included in this figure, but at 50% of the actual time.

<sup>3</sup> The 37<sup>th</sup> Monthly Fee Application had a typographical error of "7.2" hours for this category, instead of the correct number of 4.2. The amount of the fee sought was, however, in the correct amount.

APPLICATION

1. On April 2, 2001 , (the "Petition Date") each of the Debtors filed a voluntary petition for relief under Chapter 11 of Title 11 of the United States Bankruptcy Code (the "Chapter 11 Cases"). On April 2, 2001, the Court entered an order procedurally consolidating the Chapter 11 Cases for administrative purposes only. Since the Petition Date, the Debtors are continuing to operate their businesses and manage their properties and assets as debtors-in-possession pursuant to sections 1107(a) and 1108 of the United States Bankruptcy Code.

2. On May 3, 2001, the Court entered an Interim Compensation Order, as amended by the Amended Interim Compensation Order, establishing procedures for monthly compensation and reimbursement of expenses of professionals (each such application, a "Monthly Fee Application"), and whereby any notice party listed in the Amended Interim Compensation Order may object to such Monthly Fee Application. If no notice party objects to professional's Monthly Fee Application within twenty (20) days after the date of service of the Monthly Fee Application, the applicable professional may submit to the Court a certification of no objection authorizing the interim compensation and reimbursement of eighty percent (80%) of the fees requested and one hundred percent (100%) of the expenses requested, subject to the filing and approval of the interim and final fee applications of the professional.

3. Furthermore, and also pursuant to the Amended Interim Compensation Order, within forty-five (45) days of the end of each quarter, professionals are required to file and serve, upon the notice parties, a quarterly request (a "Quarterly Fee Application") for interim Court approval and allowance of the Monthly Fee Applications filed during the quarter covered

by that Quarterly Fee Application. If the Court grants the relief requested by the Quarterly Fee Application, the Debtors are authorized and directed to pay the professional 100% of the fees and expenses requested in the Monthly Fee Applications covered by that Quarterly Fee Application, less any amounts previously paid in connection with the Monthly Fee Applications. Any payment made pursuant to the Monthly Fee Applications or a Quarterly Fee Application is subject to final approval of all fees and expenses at a hearing on the professional's final fee application.

4. By an order of this Court, the PD FCR was authorized to retain Alan B. Rich as his counsel, effective as of September 29, 2008 (the "Retention Order"). The Retention Order authorizes the Debtors to compensate Rich at his hourly rate charged for services of this type and to be reimbursed for actual and necessary out-of-pocket expenses that he incurred, subject to application to this Court in accordance with the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, all applicable local rules and orders of this Court.

5. This Quarterly Fee Application, which is submitted in accordance with the Amended Interim Compensation Order, is Rich's Twelfth Quarterly Fee Application for compensation for services rendered in connection with the Chapter 11 Cases and covers the 42<sup>nd</sup> Quarterly fee period of July 1, 2011 through September 30, 2011 (the "Fee Period").

6. Rich has filed with the Court the following Monthly Fee Applications for interim compensation during the Fee Period:

- (a) Application of Alan B. Rich, Esq. For Compensation for Services and Reimbursement of Expenses as Counsel to the Legal Representative for Future Asbestos-related Property Damage Claimants And Holders of Demands for the Thirty-Fifth Monthly Interim Period from July 1, 2011 Through July 31, 2011, seeking \$10,088.00 in fees (80% of \$12,610.00);

- (b) Application of Alan B. Rich, Esq. For Compensation for Services and Reimbursement of Expenses as Counsel to the Legal Representative for Future Asbestos-related Property Damage Claimants And Holders of Demands for the Thirty-Sixth Monthly Interim Period from August 1, 2011 Through August 31, 2011, seeking \$6,708.00 in fees (80% of \$8,385.00) and \$20.88 in expenses;
- (c) Application of Alan B. Rich, Esq. For Compensation for Services and Reimbursement of Expenses as Counsel to the Legal Representative for Future Asbestos-related Property Damage Claimants And Holders of Demands for the Thirty-Seventh Monthly Interim Period from September 1, 2011 Through September 30, 2011, seeking \$6,500.00 in fees (80% of \$8,125.00).

7. The monthly fee applications covered by this Quarterly Fee Application contain detailed daily time logs describing the actual and necessary services provided by Rich during the Fee Period, as well as other detailed information required to be included in fee applications. The Thirty-Fifth, Thirty-Sixth and Thirty-Seventh monthly fee applications (collectively, the "Applications") are attached hereto as Exhibits "1," "2" and "3" respectively.

8. The periods for objecting to the fee and expense reimbursements relating to the Thirty-Fifth, Thirty-Sixth and Thirty-Seventh monthly fee applications have each passed without any objections being filed, whereupon Rich filed Certificates of No Objection with the Court, and Rich has been paid interim compensation and reimbursement of 80% of the fees and 100% of the expenses requested.

9. Rich has filed 11 prior Quarterly Fee Applications.

10. By this Twelfth Quarterly Fee Application, Rich requests that the Court approve the interim allowance of compensation for professional services rendered and the reimbursement of actual and necessary expenses incurred by Rich from July 1, 2011 through September 30, 2011, and authorize and require payment of said amounts less any amounts previously paid to



Rich pursuant to the Monthly Fee Applications and the procedures set forth in the Amended Interim Compensation Order. As stated above, the full scope of the services provided and the related expenses incurred are fully described in the Monthly Fee Applications that already have been filed with the Court.

11. Rich reserves his right to seek at a later date compensation for services rendered and expenses incurred during the applicable period that are not otherwise included in the relevant monthly fee application.

12. At all relevant times, Rich has been a disinterested person as that term is defined in Section 101(14) of the United States Bankruptcy Code, as modified by section 1107(b) of the United States Bankruptcy Code and has not represented or held an interest adverse to the interest of the Debtors.

13. All services for which compensation is requested by Rich were performed for or on behalf of the PD FCR and not on behalf of any committee, creditor, or other person.

14. Rich believes that this Quarterly Fee Application complies with the requirements of Del. Bankr. LR 2016-2 and the Amended Interim Compensation Order.

15. During the Interim Period, Rich has received no promises for payment from any source for services rendered or to be rendered in any capacity whatsoever in connection with these Chapter 11 Cases, other than the interim compensation payments pursuant to the Amended Interim Compensation Order. There is no agreement or understanding between Rich and any other person for the sharing of compensation to be received for services rendered in these cases.

16. The professional services and related expenses for which Rich requests interim allowance of compensation and reimbursement of expenses were rendered and incurred in

connection with these cases in the discharge of Rich's professional responsibilities as counsel for the PD FCR in the Chapter 11 Cases. Rich's services have been necessary and beneficial to the PD FCR as well as the Debtors and their estates, creditors, and other parties in interest.

17. Pursuant to Fed R. Bankr. P. 2016(b), Rich has not shared, nor has agreed to share: (a) any compensation it has received or may receive with another party or person, or (b) any compensation another person or party has received or may receive in connection with the Chapter 11 Cases.

WHEREFORE, Alan B. Rich, Esq. respectfully requests that the Court enter an order, providing that (a) for the period from July 1, 2011 through September 30, 2011, an administrative allowance be made to Rich in the sum of \$29,120.00 as compensation for reasonable and necessary professional services rendered to the PD FCR and, in the sum of \$20.88 for reimbursement of actual and necessary costs and expenses incurred, for a total of \$29,140.88; (b) that the Debtors be authorized and directed to pay to Rich the outstanding amount of such sums, less any sums previously paid to Rich pursuant to the Monthly Fee Applications and the procedures set forth in the Amended Interim Compensation Order and (c) this Court grant such other and further relief to which Rich is justly entitled.

Respectfully Submitted,



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Alan B. Rich  
Texas Bar No. 16842350  
4244 Renaissance Tower  
1201 Elm Street  
Dallas, Texas 75270  
(214) 744-5100  
(214) 744-5101 [fax]  
[arich@alanrichlaw.com](mailto:arich@alanrichlaw.com)

COUNSEL TO HON. ALEXANDER  
M. SANDERS, JR., LEGAL  
REPRESENTATIVE FOR FUTURE  
ASBESTOS-RELATED PROPERTY  
DAMAGE CLAIMANTS AND HOLDERS  
OF DEMANDS

DECLARATION

Alan B. Rich, declares as follows:

I am the counsel hired by the PD FCR with the approval of the Court, and am familiar with the legal services which I rendered to the PD FCR. I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. I believe that this Application substantially complies with Local Bankruptcy Rules for the District of Delaware.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: November 22, 2011.



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**CERTIFICATE OF SERVICE**

I certify that on the 22<sup>nd</sup> day of November, 2011, this document was served through the ECF system on all persons who have requested notice through the ECF system, and upon the special notice parties by electronic mail.

A handwritten signature in black ink, appearing to read "MBRIL", is positioned above a horizontal line.

# **EXHIBIT 1**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

<b>In re:</b>  <b>W. R. GRACE &amp; CO., et al.,</b>  <i>Debtors.</i>	<b>§</b> <b>§</b> <b>§</b> <b>§</b> <b>§</b> <b>§</b> <b>§</b>	<b>Chapter 11</b>  <b>Case No. 01-01139 (JKF)</b>  <b>Jointly Administered</b>  <b>Objection Deadline: 8/22/2011; 4:00 PM ET</b> <b>Hearing Date: TBD (if needed)</b>
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**SUMMARY OF APPLICATION OF ALAN B. RICH, ESQ. FOR  
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF  
EXPENSES AS COUNSEL TO THE LEGAL REPRESENTATIVE FOR  
FUTURE ASBESTOS-RELATED PROPERTY DAMAGE CLAIMANTS  
AND HOLDERS OF DEMANDS FOR THE THIRTY-FIFTH MONTHLY  
INTERIM PERIOD FROM JULY 1, 2011 THROUGH JULY 31, 2011**

Name of Applicant:	Alan B. Rich, Esq.
Authorized to Provide Services To:	Hon. Alexander M. Sanders, Jr., Legal Representative for Future Asbestos- Related Property Damage Claimants and Holders of Demands
Date of Retention:	September 29, 2008 ( <i>nunc pro tunc</i> )
Period for Which Compensation and Reimbursement is Sought:	July 1, 2011 through July 31, 2011
Amount of Fees Sought as Actual Reasonable and Necessary:	\$12,610.00 [80% of \$10,088.00]
Amount of Expenses Sought as Actual, Reasonable and Necessary:	\$0.00
This is a(n): <input checked="" type="checkbox"/> Monthly <input type="checkbox"/> Interim <input type="checkbox"/> Final Application	

PRIOR APPLICATIONS

Date Filed	Period Covered	Requested Fees <sup>1</sup>	Requested Expenses	Status of Fees	Status of Expenses
11/15/2008	9/29/2008 to 9/30/2008	\$5,796.00	\$693.50	Paid	Paid
11/15/2008	10/1/2008 to 10/30/2008	\$24,380.00	\$3,821.18	Paid	Paid
12/11/2008	11/1/2008 to 11/30/2008	\$35,326.00	\$4,010.79	Paid	Paid
1/2/2009	12/1/2008 to 12/31/2008	\$18,510.00	\$1,482.39	Paid	Paid
2/1/2009	1/1/2009 to 1/31/2009	\$31,740.00	\$2,717.34	Paid	Paid
3/2/2009	2/1/2009 to 2/28/2009	\$32,614.00	\$2,420.56	Paid	Paid
4/2/2009	3/1/2009 to 3/31/2009	\$27,186.00	\$4,556.30	Paid	Paid
5/5/2009	4/1/2009 to 4/30/2009	\$25,898.00	\$2,612.62	Paid	Paid
6/2/2009	5/1/2009 to 5/31/2009	\$56,304.00	\$5,301.01	Paid	Paid
7/1/2009	6/1/2009 to 6/30/2009	\$56,902.00	\$7,769.09	Paid	Paid
8/22/2009	7/1/2009 to 7/31/2009	\$40,296.00	\$4,279.60	Paid	Paid
9/1/2009	8/1/2009 to 8/31/2009	\$56,442.00	\$6,484.97	Paid	Paid
10/1/2009	9/1/2009 to 9/30/2009	\$65,184.00	\$6,064.05	Paid	Paid
11/1/2009	10/1/2009 to 10/31/2009	\$28,848.00	\$2,337.16	Paid	Paid
12/1/2009	11/1/2009 to 11/30/2009	\$16,176.00	\$10.35	Paid	Paid
1/3/2010	12/1/2009 to 12/31/2009	\$7,200.00	\$194.00	Paid	Paid

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<sup>1</sup> At 80% of the total incurred.

2/1/2010	1/1/2010 to 1/31/2010	\$29,088.00	\$2,415.28	Paid	Paid
3/2/2010	2/1/2010 to 2/28/2010	\$7,392.00	\$187.00	Paid	Paid
4/1/2010	3/1/2010 to 3/31/2010	\$7,200.00	\$150.56	Paid	Paid
5/3/2010	4/1/2010 to 4/30/2010	\$11,040.00	\$805.28	Paid	Paid
6/1/2010	5/1/2010 to 5/31/2010	\$5,808.00	\$44.00	Paid	Paid
7/1/2010	6/1/2010 to 6/30/2010	\$9,792.00	\$779.81	Paid	Paid
8/1/2010	7/1/2010 to 7/31/2010	\$7,824.00	\$208.00	Paid	Paid
9/1/2010	8/1/2010 to 8/31/2010	\$4,272.00	\$273.00	Paid	Paid
10/1/2010	9/1/2010 to 9/30/2010	\$6,672.00	\$30.00	Paid	Paid
11/1/2010	10/1/2010 to 10/31/2010	\$3,408.00	\$44.00	Paid	Paid
12/1/2010	11/1/2010 to 11/30/2010	\$6,012.00	\$0	Paid	Paid
1/3/2011	12/1/2010 to 12/31/2010	\$13,572.00	\$1,146.02	Paid	Paid
2/1/2011	1/1/2011 to 1/31/2011	\$13,416.00	\$1,247.19	Paid	Paid
3/1/2011	2/1/2011 to 2/28/2011	\$17,992.00	\$1,509.34	Paid	Paid
4/1/2011	3/1/2011 to 3/31/2011	\$10,660.00	\$201.00	Paid	Paid
5/2/2011	4/1/2011 to 4/30/2011	\$13,364.00	\$44.00	Paid	Paid
6/1/2011	5/1/2011 to 5/31/2011	\$22,932.00	243.05	Paid	Paid
7/1/2011	6/1/2011 to 6/30/2011	\$18,824.00	\$533.60	CNO Filed	CNO Filed



Alan B. Rich is the only attorney providing services in this Fee Application period. Mr. Rich has practiced law for 26 years, and his billing rate is \$650 per hour. In this Application period Mr. Rich billed 19.4 hours,<sup>2</sup> for a total amount billed of \$12,610.00 of which 80% is currently sought, in the amount of \$10,088.00.

As stated above, this is the Thirty-Fifth application for monthly fees and expenses. The time for preparation of this Application is approximately 1.5 hours, for which \$975.00 will be requested in a future application.

COMPENSATION BY PROJECT CATEGORY

Project Category	Hours	Amount
Confirmation	7.0	\$4,550.00
Business Operations [Larch]	9.4	\$6,110.00
Fee Application Matters (including FCR and Local Counsel)	3.0	\$1,950.00
TOTAL	19.4	\$12,610.00

EXPENSE SUMMARY

Description	Expense
TOTAL	\$0

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<sup>2</sup> Travel Time, if any, is included in this figure at 50% of actual time.

CERTIFICATION OF COUNSEL PURSUANT TO LOCAL RULE 2016-2(f)

I, Alan B. Rich, a professional person seeking approval of this Monthly Fee Application, and having reviewed the requirements of Local Rule 2016-2, hereby certify that in my opinion, this Monthly Fee Application complies with Local Rule 2016-2.

Respectfully Submitted,



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Alan B. Rich, Esq.  
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COUNSEL TO HON. ALEXANDER  
M. SANDERS, JR., LEGAL  
REPRESENTATIVE FOR FUTURE  
ASBESTOS-RELATED PROPERTY  
DAMAGE CLAIMANTS AND HOLDERS  
OF DEMANDS

**CERTIFICATE OF SERVICE**

I certify that on the 1<sup>st</sup> day of August, 2011, this document was served through the ECF system on all persons who have requested notice through the ECF system, and upon the special notice parties by electronic mail.



# EXHIBIT A

## ALAN B. RICH

*Attorney and Counselor*  
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Dallas, Texas 75270  
Telephone 214.744.5100  
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### **INVOICE FOR PROFESSIONAL SERVICES (July, 2011)**

#### **Client**

**Hon. Alexander M. Sanders, Legal Representative for Future Asbestos-Related Property Damage Claimants and Holders of Demands**

#### **Matter**

***In re W. R. Grace, No. 01-1139 (Bankr. D. Del)***

<u>Date</u>	<u>Services Performed</u>	<u>Time</u>
7/1/2011	Prepare 34th Monthly Fee Application and Notice, attend to filing and service of same	1.5
7/1/2011	Review Project Larch update	0.3
7/1/2011	Review Notice of Filing of Plan Proponents' Conformed Brief (revisions to Tables of Authorities)	0.2
7/1/2011	Prepare and file CNO for 25th Monthly Fee Application of PDFCR	0.2
7/5/2011	Prepare and file 5th monthly fee application of Karl Hill	0.4
7/6/2011	Emails to and from debtors' counsel re Larch objection deadline	0.1
7/6/2011	Review GEICO substitution of counsel	0.1
7/6/2011	Review Equity acquisition and disposition notices from York entities	0.1

7/6/2011	Prepare, file and serve the 26 <sup>th</sup> Monthly Fee Application of the PDFCR	0.5
7/6/2011	Conference with R. Wyron re Larch	0.1
7/6/2011	Review CNO re claim settlement notice for FOSROC	0.1
7/6/2011	Review Settlement Motion re California Dept of Gen'l Services PD claims and review applicable provisions of the Plan and the PD Trust Agreement	1.0
7/7/2011	Emails to and from client re August omnibus hearing	0.1
7/7/2011	Emails to and from K. Hill re status of corrected order	0.1
7/7/2011	Review Debtors' notice of filing of proposed order affirming confirmation	0.1
7/8/2011	Email re project Larch update	0.1
7/8/2011	Review letter to USDC with summary of pending appeals	0.1
7/8/2011	Review statement of ordinary course professional fees for 2Q11	0.2
7/11/2011	Email from client re Larch meeting	0.1
7/11/2011	Review Certification of Counsel re slightly revised Walpole Settlement order	0.2
7/11/2011	Email from Roger Higgins re Larch meeting	0.1
7/11/2011	Review Amended Notice re California PD Claim settlement notice	0.1
7/11/2011	Email from J. Baer re Walpole order	0.1
7/12/2011	Review Fee Auditor's Report for the 40th Quarter	0.2
7/12/2011	Email from R. Higgins re revised Certification of Counsel	0.1
7/12/2011	Review Withdrawal of Certification of Counsel re Walpole	0.1

7/12/2011	Review Second Revised Certification of Counsel re Walpole settlement	0.1
7/13/2011	Review Project Larch first quarter update	0.2
7/13/2011	Attend Project Larch conference call	0.9
7/13/2011	Review Project Larch documentation	1.5
7/13/2011	Conference with client re Larch	0.1
7/13/2011	Review Canadian ZAI special counsel CNO's re fees	0.1
7/14/2011	Review Revised Appeals Chart	0.1
7/14/2011	Review signed Order approving Walpole settlement	0.1
7/15/2011	Review Miscellaneous ECF notices	0.1
7/16/2011	Review Miscellaneous ECF notices	0.1
7/18/2011	Project Larch PSA conference call	0.8
7/18/2011	Conferences with client re Larch	0.2
7/18/2011	Review of Larch materials and email to Jan Baer re facilities	0.2
7/18/2011	Review Agenda for July Omnibus hearing	0.1
7/18/2011	Email from PI FCR counsel re meeting	0.1
7/18/2011	Project Larch bid status conference call	0.5
7/18/2011	Conference call with various committee counsel re Project Larch	0.4
7/19/2011	Review signed Order approving revised Walpole settlement	0.1
7/20/2011	Emails to and from client re July Omnibus hearing	0.1
7/20/2011	Review Corrected Nunc Pro Tunc Order re Karl Hill retention	0.1

7/20/2011	Review CNO's re Candian ZAI special counsel fee applications	0.1
7/20/2011	Prepare for Project Larch conference call, including review of draft Certification of Counsel and Revised Order and draft Supplemental Declaration, and review of Larch financials (Base Case)	0.8
7/20/2011	Review various emails re committee comments on draft Larch documents	0.2
7/20/2011	Attend Project Larch conference call	0.3
7/20/2011	Review Email from ACC counsel re Larch documents	0.1
7/20/2011	Review Debtors' further Revisions to Certification of Counsel, Order of Supplemental Declaration re Larch	0.5
7/20/2011	Review email from UCC counsel re Larch documents	0.1
7/21/2011	Respond to request from Grace accounts receivables auditor	0.2
7/21/2011	Review ACC redlines of Larch Documents	0.3
7/21/2011	Review email from PI FCR counsel re Larch documents	0.1
7/21/2011	Review email from UCC counsel re Larch documents	0.1
7/21/2011	Email to counsel re Larch documents	0.1
7/21/2011	Review Proposed Order to USDC re appeal of confirmation orders submitted by the UCC and Bank Lenders	0.2
7/21/2011	Review further revisions to the Project Larch Certification of Counsel and Order	0.4
7/21/2011	Emails to and from Debtors' counsel re Larch documents and hearing	0.1
7/21/2011	Email to J. Baer re agenda	0.1
7/22/2011	Email from R. Higgins re agenda and further revisions to Larch CoC	0.1

7/22/2011	Review Amended Agenda for July Omnibus hearing	0.1
7/22/2011	Email with client re July Omnibus hearing	0.1
7/22/2011	Review 40th Quarterly Notice of Settlements	0.1
7/22/2011	Review 40th Quarterly Notice of De Minimus Asset Sales	0.1
7/22/2011	Review as-filed sealed versions of Larch Certification of Counsel and Supplemental Rohan Declaration	0.2
7/22/2011	Prepare, file and serve CNO for the 34th Monthly Fee Application	0.2
7/22/2011	Email from J. Baer re Larch Order	0.1
7/22/2011	Review Second Amended Agenda for July Omnibus hearing	0.1
7/22/2011	Email to client re July Omnibus hearing cancellation	0.1
7/23/2011	Review Miscellaneous ECF notices	0.1
7/25/2011	Review Bank Lenders Second Supplemental Notice of Authority	0.3
7/25/2011	Review Signed redacted order re Larch	0.1
7/25/2011	Conference with client re status	0.1
7/26/2011	Prepare, file and serve CNO for the 5th Monthly Fee Application of Local Counsel	0.2
7/26/2011	Review Brief of BNSF in appeal from CNA settlement	0.3
7/27/2011	Prepare, file and serve CNO for the 26th Monthly Fee Application of the PD FCR	0.2
7/27/2011	Review Plan Proponents' Response to the UCC/Bank Lenders' Second Notice of Supplemental Authority	0.1
7/28/2011	Review several notices of disposition of equity by York entities	0.2



7/28/2011	Review Canadian ZAI special counsel 16th Monthly Fee Application	0.2
7/29/2011	Email from Debtors' counsel re Larch status	0.1
7/29/2011	Review Debtors' Quarterly Post-Confirmation Report	0.2
7/29/2011	Review Certification of Counsel re service of Acquisition Order	0.1
7/29/2011	Review Kirkland & Ellis disinterestedness affidavit	0.1

Total: 19.4 hours @ \$650/hour = \$12,610.00

Expenses: None

**Total Fees and Expenses Due: \$12,610.00**

# **EXHIBIT 2**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

<b>In re:</b>	§	<b>Chapter 11</b>
	§	
<b>W. R. GRACE &amp; CO., et al.,</b>	§	<b>Case No. 01-01139 (JKF)</b>
	§	
<b><i>Debtors.</i></b>	§	<b>Jointly Administered</b>
	§	
	§	<b>Objection Deadline: 9/21/2011; 4:00 PM ET</b>
	§	<b>Hearing Date: TBD (if needed)</b>

**SUMMARY OF APPLICATION OF ALAN B. RICH, ESQ. FOR  
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF  
EXPENSES AS COUNSEL TO THE LEGAL REPRESENTATIVE FOR  
FUTURE ASBESTOS-RELATED PROPERTY DAMAGE CLAIMANTS  
AND HOLDERS OF DEMANDS FOR THE THIRTY-SIXTH MONTHLY  
INTERIM PERIOD FROM AUGUST 1, 2011 THROUGH AUGUST 31, 2011**

Name of Applicant:	Alan B. Rich, Esq.
Authorized to Provide Services To:	Hon. Alexander M. Sanders, Jr., Legal Representative for Future Asbestos- Related Property Damage Claimants and Holders of Demands
Date of Retention:	September 29, 2008 ( <i>nunc pro tunc</i> )
Period for Which Compensation and Reimbursement is Sought:	August 1, 2011 through August 31, 2011
Amount of Fees Sought as Actual Reasonable and Necessary:	\$6,708.00 [80% of \$8,385.00]
Amount of Expenses Sought as Actual, Reasonable and Necessary:	\$20.88
This is a(n): <input checked="" type="checkbox"/> Monthly <input type="checkbox"/> Interim <input type="checkbox"/> Final Application	

PRIOR APPLICATIONS

Date Filed	Period Covered	Requested Fees <sup>1</sup>	Requested Expenses	Status of Fees	Status of Expenses
11/15/2008	9/29/2008 to 9/30/2008	\$5,796.00	\$693.50	Paid	Paid
11/15/2008	10/1/2008 to 10/30/2008	\$24,380.00	\$3,821.18	Paid	Paid
12/11/2008	11/1/2008 to 11/30/2008	\$35,326.00	\$4,010.79	Paid	Paid
1/2/2009	12/1/2008 to 12/31/2008	\$18,510.00	\$1,482.39	Paid	Paid
2/1/2009	1/1/2009 to 1/31/2009	\$31,740.00	\$2,717.34	Paid	Paid
3/2/2009	2/1/2009 to 2/28/2009	\$32,614.00	\$2,420.56	Paid	Paid
4/2/2009	3/1/2009 to 3/31/2009	\$27,186.00	\$4,556.30	Paid	Paid
5/5/2009	4/1/2009 to 4/30/2009	\$25,898.00	\$2,612.62	Paid	Paid
6/2/2009	5/1/2009 to 5/31/2009	\$56,304.00	\$5,301.01	Paid	Paid
7/1/2009	6/1/2009 to 6/30/2009	\$56,902.00	\$7,769.09	Paid	Paid
8/22/2009	7/1/2009 to 7/31/2009	\$40,296.00	\$4,279.60	Paid	Paid
9/1/2009	8/1/2009 to 8/31/2009	\$56,442.00	\$6,484.97	Paid	Paid
10/1/2009	9/1/2009 to 9/30/2009	\$65,184.00	\$6,064.05	Paid	Paid
11/1/2009	10/1/2009 to 10/31/2009	\$28,848.00	\$2,337.16	Paid	Paid
12/1/2009	11/1/2009 to 11/30/2009	\$16,176.00	\$10.35	Paid	Paid
1/3/2010	12/1/2009 to 12/31/2009	\$7,200.00	\$194.00	Paid	Paid

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<sup>1</sup> At 80% of the total incurred.

2/1/2010	1/1/2010 to 1/31/2010	\$29,088.00	\$2,415.28	Paid	Paid
3/2/2010	2/1/2010 to 2/28/2010	\$7,392.00	\$187.00	Paid	Paid
4/1/2010	3/1/2010 to 3/31/2010	\$7,200.00	\$150.56	Paid	Paid
5/3/2010	4/1/2010 to 4/30/2010	\$11,040.00	\$805.28	Paid	Paid
6/1/2010	5/1/2010 to 5/31/2010	\$5,808.00	\$44.00	Paid	Paid
7/1/2010	6/1/2010 to 6/30/2010	\$9,792.00	\$779.81	Paid	Paid
8/1/2010	7/1/2010 to 7/31/2010	\$7,824.00	\$208.00	Paid	Paid
9/1/2010	8/1/2010 to 8/31/2010	\$4,272.00	\$273.00	Paid	Paid
10/1/2010	9/1/2010 to 9/30/2010	\$6,672.00	\$30.00	Paid	Paid
11/1/2010	10/1/2010 to 10/31/2010	\$3,408.00	\$44.00	Paid	Paid
12/1/2010	11/1/2010 to 11/30/2010	\$6,012.00	\$0	Paid	Paid
1/3/2011	12/1/2010 to 12/31/2010	\$13,572.00	\$1,146.02	Paid	Paid
2/1/2011	1/1/2011 to 1/31/2011	\$13,416.00	\$1,247.19	Paid	Paid
3/1/2011	2/1/2011 to 2/28/2011	\$17,992.00	\$1,509.34	Paid	Paid
4/1/2011	3/1/2011 to 3/31/2011	\$10,660.00	\$201.00	Paid	Paid
5/2/2011	4/1/2011 to 4/30/2011	\$13,364.00	\$44.00	Paid	Paid
6/1/2011	5/1/2011 to 5/31/2011	\$22,932.00	\$243.05	Paid	Paid
7/1/2011	6/1/2011 to 6/30/2011	\$18,824.00	\$533.60	Paid	Paid
8/1/2011	7/1/2011 to 7/31/2011	\$10,088.00	\$0	CNO Filed	CNO Filed

Alan B. Rich is the only attorney providing services in this Fee Application period. Mr. Rich has practiced law for 26 years, and his billing rate is \$650 per hour. In this Application period Mr. Rich billed 12.9 hours,<sup>2</sup> for a total amount billed of \$8,385.00 of which 80% is currently sought, in the amount of \$6,708.00. In addition, 100% of the reasonable expenses incurred, \$20.88, is also sought. The total sought by the Application is thus \$6,728.88.

As stated above, this is the Thirty-Sixth application for monthly fees and expenses. The time for preparation of this Application is approximately 1.5 hours, for which \$975.00 will be requested in a future application.

COMPENSATION BY PROJECT CATEGORY

Project Category	Hours	Amount
Confirmation	4.5	\$2,925.00
Business Operations	2.2	\$1,430.00
Fee Application Matters (including FCR and Local Counsel, monthly and quarterly applications)	6.2	\$4,030.00
TOTAL	12.9	\$8,385.00

EXPENSE SUMMARY

Description	Expense
Conference Calling PACER	\$12.00 \$8.88
TOTAL	\$20.88

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<sup>2</sup> Travel Time, if any, is included in this figure at 50% of actual time.

CERTIFICATION OF COUNSEL PURSUANT TO LOCAL RULE 2016-2(f)

I, Alan B. Rich, a professional person seeking approval of this Monthly Fee Application, and having reviewed the requirements of Local Rule 2016-2, hereby certify that in my opinion, this Monthly Fee Application complies with Local Rule 2016-2.

Respectfully Submitted,



---

Alan B. Rich, Esq.  
Texas Bar No. 16842350  
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Dallas, Texas 75270  
(214) 744-5100  
(214) 744-5101 [fax]  
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COUNSEL TO HON. ALEXANDER  
M. SANDERS, JR., LEGAL  
REPRESENTATIVE FOR FUTURE  
ASBESTOS-RELATED PROPERTY  
DAMAGE CLAIMANTS AND HOLDERS  
OF DEMANDS

**CERTIFICATE OF SERVICE**

I certify that on the 1<sup>st</sup> day of September, 2011, this document was served through the ECF system on all persons who have requested notice through the ECF system, and upon the special notice parties by electronic mail.



# **EXHIBIT A**



## ALAN B. RICH

*Attorney and Counselor*  
4244 Renaissance Tower  
1401 Elm Street  
Dallas, Texas 75270  
Telephone 214.744.5100  
Fax 214.744.5101  
E-mail: [arich@alanrichlaw.com](mailto:arich@alanrichlaw.com)

### **INVOICE FOR PROFESSIONAL SERVICES (August, 2011)**

#### **Client**

**Hon. Alexander M. Sanders, Legal Representative for Future Asbestos-Related Property Damage Claimants and Holders of Demands**

#### **Matter**

***In re W. R. Grace, No. 01-1139 (Bankr. D. Del)***

<u>Date</u>	<u>Services Performed</u>	<u>Time</u>
8/1/2011	Analysis of recent USSC decision on core jurisdiction	1.0
8/1/2011	Review several notices of disposition of equity by York entities	0.1
8/1/2011	Email from Debtor re remittance advice	0.1
8/1/2011	Prepare, file and serve 36th Monthly Fee Application and Notice	1.5
8/1/2011	Prepare, file and serve 6th Monthly Fee Application and Notice for Local Counsel	0.4
8/1/2011	Prepare, file and serve 27th Monthly Fee Application of Judge Sanders	0.5
8/2/2011	Review Notice of Acquisition of equity by York entity	0.1
8/2/2011	Conference with PD Trustee re status	0.2

8/2/2011	Review Order re service of sealed documents re Larch on committees and FCRs	0.1
8/3/2011	Review Miscellaneous ECF Notices	0.1
8/4/2011	Review Canadian ZAI counsel fee application (SH)	0.1
8/4/2011	Review Notices of Disposition of Equity by York entities	0.1
8/5/2011	Review Canadian ZAI counsel Quarterly fee applications	0.2
8/5/2011	Prepare, file and serve the 11st Quarterly Fee Application for the 41st quarterly period and Notice of filing thereof	1.5
8/5/2011	Prepare, file and serve the 11st Quarterly Fee Application of Judge Sanders for the 41st quarterly period & Notice of filing thereof	1.0
8/5/2011	Prepare 2nd Quarterly Fee Application of Karl Hill, Local counsel to Judge Sanders	0.4
8/8/2011	Review Disposition of equity notices from York entities	0.1
8/8/2011	Attend to filing and service of 2nd Quarterly Fee Application of Karl Hill, Local counsel to Judge Sanders and email from K. Hill re same	0.3
8/8/2011	Emails to and from client re August omnibus hearing	0.1
8/9/2011	Email from K. Hill re payments and email to Debtors re same	0.1
8/9/2011	Review Notices of Disposition of Equity by York entities	0.1
8/10/2011	Email from J. Baer re Larch documents	0.1
8/10/2011	Emails to and from client re Larch Documents	0.1
8/10/2011	Attention to compliance with Larch confidentiality agreement and email to J. Baer re same	0.3
8/10/2011	Review Disposition of equity notices from York entities	0.1

8/11/2011	Review Miscellaneous ECF Notices	0.1
8/12/2011	Review Miscellaneous ECF Notices	0.1
8/15/2011	Review CNO re settlement of State of California PD claims	0.1
8/16/2011	Email to R. Wyron and P. Lockwood re Integrity Ins. Liquidation	0.1
8/16/2011	Review CNO's re Canadian ZAI fees	0.1
8/17/2011	Email from Debtors' counsel re Larch materials	0.1
8/18/2011	Review August Omnibus hearing agenda	0.1
8/19/2011	Review Miscellaneous ECF Notices	0.1
8/20/2011	Review Miscellaneous ECF Notices	0.1
8/22/2011	Review CNO's re Canadian ZAI fees	0.1
8/23/2011	Review Debtors' motion to return sealed documents	0.1
8/23/2011	Prepare, file and serve Certificate of No Objection for Judge Sanders' 27th Fee Application	0.2
8/23/2011	Prepare, file and serve Certificate of No Objection for Karl Hill's 6th Fee Application	0.2
8/23/2011	Prepare, file and serve Certificate of No Objection for 35th Monthly Fee Application	0.2
8/24/2011	Review Miscellaneous ECF Notices	0.1
8/25/2011	Email from debtors' counsel re conference call and email to client re same	0.1
8/25/2011	Review Fee Auditor's Amended Final Report for the 40th Quarterly Fee Period	0.1

8/25/2011	Review CNA motion to file oversized brief in appeal from approval of settlement agreement	0.1
8/26/2011	Review meeting materials for conference call re prepayment and stock buy-back	0.3
8/26/2011	Attend conference call re prepayment and stock buy-back plan	0.6
8/26/2011	Conference with client re prepayment and stock buy-back plan	0.1
8/26/2011	Review Plan for treatment of PD Settlements re prepayment plan	0.2
8/29/2011	Review Miscellaneous ECF Notices	0.1
8/30/2011	Review of Certification of Counsel re 2012 and 2013 Omnibus hearing dates and email to client re same	0.3
8/31/2011	Review Order setting Omnibus hearing dates and deadlines for 2012 and 2013	0.1
8/31/2011	Review Canadian ZAI special counsel fee applications	0.2
8/31/2011	Review emails re Grace Strategic Plan documents	0.2

Total: 12.9 hours @ \$650/hour = \$8,385.00

Expenses: Conference Calling – \$12.00  
PACER – \$8.88

Total Expenses: \$20.88

**Total Fees and Expenses Due: \$8,405.88**

# **EXHIBIT 3**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

<b>In re:</b>	§	<b>Chapter 11</b>
	§	
<b>W. R. GRACE &amp; CO., et al.,</b>	§	<b>Case No. 01-01139 (JKF)</b>
	§	
<b><i>Debtors.</i></b>	§	<b>Jointly Administered</b>
	§	
	§	<b>Objection Deadline: 10/24/2011; 4:00 PM ET</b>
	§	<b>Hearing Date: TBD (if needed)</b>

**SUMMARY OF APPLICATION OF ALAN B. RICH, ESQ. FOR  
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF  
EXPENSES AS COUNSEL TO THE LEGAL REPRESENTATIVE FOR  
FUTURE ASBESTOS-RELATED PROPERTY DAMAGE CLAIMANTS  
AND HOLDERS OF DEMANDS FOR THE THIRTY-SEVENTH MONTHLY  
INTERIM PERIOD FROM SEPTEMBER 1, 2011 THROUGH SEPTEMBER 30, 2011**

Name of Applicant:	Alan B. Rich, Esq.
Authorized to Provide Services To:	Hon. Alexander M. Sanders, Jr., Legal Representative for Future Asbestos- Related Property Damage Claimants and Holders of Demands
Date of Retention:	September 29, 2008 ( <i>nunc pro tunc</i> )
Period for Which Compensation and Reimbursement is Sought:	September 1, 2011 through September 30, 2011
Amount of Fees Sought as Actual Reasonable and Necessary:	\$6,500.00 [80% of \$8,125.00]
Amount of Expenses Sought as Actual, Reasonable and Necessary:	\$0.00
This is a(n):	<input checked="" type="checkbox"/> Monthly <input type="checkbox"/> Interim <input type="checkbox"/> Final Application

PRIOR APPLICATIONS

Date Filed	Period Covered	Requested Fees <sup>1</sup>	Requested Expenses	Status of Fees	Status of Expenses
11/15/2008	9/29/2008 to 9/30/2008	\$5,796.00	\$693.50	Paid	Paid
11/15/2008	10/1/2008 to 10/30/2008	\$24,380.00	\$3,821.18	Paid	Paid
12/11/2008	11/1/2008 to 11/30/2008	\$35,326.00	\$4,010.79	Paid	Paid
1/2/2009	12/1/2008 to 12/31/2008	\$18,510.00	\$1,482.39	Paid	Paid
2/1/2009	1/1/2009 to 1/31/2009	\$31,740.00	\$2,717.34	Paid	Paid
3/2/2009	2/1/2009 to 2/28/2009	\$32,614.00	\$2,420.56	Paid	Paid
4/2/2009	3/1/2009 to 3/31/2009	\$27,186.00	\$4,556.30	Paid	Paid
5/5/2009	4/1/2009 to 4/30/2009	\$25,898.00	\$2,612.62	Paid	Paid
6/2/2009	5/1/2009 to 5/31/2009	\$56,304.00	\$5,301.01	Paid	Paid
7/1/2009	6/1/2009 to 6/30/2009	\$56,902.00	\$7,769.09	Paid	Paid
8/22/2009	7/1/2009 to 7/31/2009	\$40,296.00	\$4,279.60	Paid	Paid
9/1/2009	8/1/2009 to 8/31/2009	\$56,442.00	\$6,484.97	Paid	Paid
10/1/2009	9/1/2009 to 9/30/2009	\$65,184.00	\$6,064.05	Paid	Paid
11/1/2009	10/1/2009 to 10/31/2009	\$28,848.00	\$2,337.16	Paid	Paid
12/1/2009	11/1/2009 to 11/30/2009	\$16,176.00	\$10.35	Paid	Paid
1/3/2010	12/1/2009 to 12/31/2009	\$7,200.00	\$194.00	Paid	Paid

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<sup>1</sup> At 80% of the total incurred.

2/1/2010	1/1/2010 to 1/31/2010	\$29,088.00	\$2,415.28	Paid	Paid
3/2/2010	2/1/2010 to 2/28/2010	\$7,392.00	\$187.00	Paid	Paid
4/1/2010	3/1/2010 to 3/31/2010	\$7,200.00	\$150.56	Paid	Paid
5/3/2010	4/1/2010 to 4/30/2010	\$11,040.00	\$805.28	Paid	Paid
6/1/2010	5/1/2010 to 5/31/2010	\$5,808.00	\$44.00	Paid	Paid
7/1/2010	6/1/2010 to 6/30/2010	\$9,792.00	\$779.81	Paid	Paid
8/1/2010	7/1/2010 to 7/31/2010	\$7,824.00	\$208.00	Paid	Paid
9/1/2010	8/1/2010 to 8/31/2010	\$4,272.00	\$273.00	Paid	Paid
10/1/2010	9/1/2010 to 9/30/2010	\$6,672.00	\$30.00	Paid	Paid
11/1/2010	10/1/2010 to 10/31/2010	\$3,408.00	\$44.00	Paid	Paid
12/1/2010	11/1/2010 to 11/30/2010	\$6,012.00	\$0	Paid	Paid
1/3/2011	12/1/2010 to 12/31/2010	\$13,572.00	\$1,146.02	Paid	Paid
2/1/2011	1/1/2011 to 1/31/2011	\$13,416.00	\$1,247.19	Paid	Paid
3/1/2011	2/1/2011 to 2/28/2011	\$17,992.00	\$1,509.34	Paid	Paid
4/1/2011	3/1/2011 to 3/31/2011	\$10,660.00	\$201.00	Paid	Paid
5/2/2011	4/1/2011 to 4/30/2011	\$13,364.00	\$44.00	Paid	Paid
6/1/2011	5/1/2011 to 5/31/2011	\$22,932.00	\$243.05	Paid	Paid
7/1/2011	6/1/2011 to 6/30/2011	\$18,824.00	\$533.60	Paid	Paid
8/1/2011	7/1/2011 to 7/31/2011	\$10,088.00	\$0	Paid	Paid



9/1/2011	8/1/2011 to 8/31/2011	\$6,708.00	\$20.88	CNO Filed	CNO Filed
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Alan B. Rich is the only attorney providing services in this Fee Application period. Mr. Rich has practiced law for 26 years, and his billing rate is \$650 per hour. In this Application period Mr. Rich billed 12.5 hours,<sup>2</sup> for a total amount billed of \$8,125.00 of which 80% is currently sought, in the amount of \$6,500.00. The total sought by the Application is \$6,500.00

As stated above, this is the Thirty-Seventh application for monthly fees and expenses. The time for preparation of this Application is approximately 1.5 hours, for which \$975.00 will be requested in a future application.

#### COMPENSATION BY PROJECT CATEGORY

Project Category	Hours	Amount
Confirmation	7.2	\$4,680.00
Business Operations	6.0	\$3,900.00
Fee Application Matters (including FCR and Local Counsel)	2.3	\$1,495.00
TOTAL	12.5	\$8,125.00

#### EXPENSE SUMMARY

Description	Expense
TOTAL	\$0.00

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<sup>2</sup> Travel Time, if any, is included in this figure at 50% of actual time.

CERTIFICATION OF COUNSEL PURSUANT TO LOCAL RULE 2016-2(f)

I, Alan B. Rich, a professional person seeking approval of this Monthly Fee Application, and having reviewed the requirements of Local Rule 2016-2, hereby certify that in my opinion, this Monthly Fee Application complies with Local Rule 2016-2.

Respectfully Submitted,



---

Alan B. Rich, Esq.  
Texas Bar No. 16842350  
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Dallas, Texas 75270  
(214) 744-5100  
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COUNSEL TO HON. ALEXANDER  
M. SANDERS, JR., LEGAL  
REPRESENTATIVE FOR FUTURE  
ASBESTOS-RELATED PROPERTY  
DAMAGE CLAIMANTS AND HOLDERS  
OF DEMANDS

CERTIFICATE OF SERVICE

I certify that on the 3<sup>rd</sup> day of October, 2011, this document was served through the ECF system on all persons who have requested notice through the ECF system, and upon the special notice parties by electronic mail.



# EXHIBIT A

## ALAN B. RICH

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### **INVOICE FOR PROFESSIONAL SERVICES (Sept. 2011)**

#### **Client**

**Hon. Alexander M. Sanders, Legal Representative for Future Asbestos-Related Property Damage Claimants and Holders of Demands**

#### **Matter**

***In re W. R. Grace, No. 01-1139 (Bankr. D. Del)***

<u>Date</u>	<u>Services Performed</u>	<u>Time</u>
9/1/2011	Prepare, file and serve 36th Monthly Fee Application and Notice thereof	1.5
9/1/2011	Review Motion for Consolidated Briefing in CNA settlement appeal in USDC	0.1
9/1/2011	Review and analysis of Debtors' Strategic Plan documents	2.5
9/2/2011	Review of Plan Proponents Appellate Brief in USDC in CNA settlement appeal	0.5
9/2/2011	Review of Appellate Brief of CNA in USDC in CNA settlement appeal	0.7
9/2/2011	Review of Debtors' final strategic plan documents	0.5
9/2/2011	Email from Debtors' counsel re updated financials and conference call	0.2
9/2/2011	Email to client re strategic plan conference call	0.1

9/6/2011	Attend telephonic conference call re Grace strategic plan	0.7
9/6/2011	Telephone conference with client	0.1
9/7/2011	Email from Debtors' counsel re strategic plan conference call	0.1
9/7/2011	Email from B. Ruhlander re Hill application and email to K. Hill re same	0.1
9/8/2011	Review Miscellaneous ECF Notices	0.1
9/9/2011	Attend telephonic conference call re Grace strategic plan	0.5
9/12/2011	Email from Debtors' counsel re postponement of buy-back and prepayment plan	0.1
9/12/2011	Review CNO re Motion for Entry of Order Providing for Return of Pleadings Filed Under Seal	0.1
9/12/2011	Email from Debtors' Counsel re Project Plate Conference call	0.1
9/13/2011	Emails to and from client re Project Plate	0.1
9/13/2011	Prepare, file and serve the PD FCR's 28th Monthly Fee Application and Notice of Filing	0.5
9/14/2011	Review Miscellaneous ECF Notices	0.1
9/15/2011	Review of Project Plate materials	0.3
9/15/2011	Conference call re Project Plate	0.7
9/16/2011	Review 40th Quarter Fee/Expense Chart	0.1
9/19/2011	Emails to and from K. Hill re August billing	0.1
9/19/2011	Review Certification of Counsel re Order awarding 40th Quarter Fees	0.1
9/19/2011	Review Certification of Counsel re 40th Quarter project categories	0.1

9/19/2011	Review BNSF Motion for Leave to file Reply Brief and proposed Reply Brief in appeal of CNA settlement	0.2
9/19/2011	Email from Debtors' Counsel re Project Plate	0.1
9/20/2011	Review Order approving 40th Quarter Fee Applications	0.1
9/20/2011	Review Motion for Relief from Stay filed by InterWest	0.2
9/21/2011	Prepare and File CNO for 36th Fee Application	0.2
9/22/2011	Review letters to and from Court re Pro Se request for documents	0.1
9/22/2011	Review Agenda for October Omnibus hearing	0.1
9/22/2011	Review CNO re Canadian ZAI Counsel monthly and quarterly fee applications	0.1
9/23/2011	Review Fraunfelder PHV application and order	0.1
9/23/2011	Review Modified Order re Return of Sealed Documents	0.1
9/23/2011	Review Settlement Notice re Neocrete claims	0.5
9/26/2011	Review Miscellaneous ECF Notices	0.1
9/27/2011	Review Miscellaneous ECF Notices	0.1
9/28/2011	Review Miscellaneous ECF Notices	0.1
9/29/2011	Review Miscellaneous ECF Notices	0.2
9/30/2011	Review Miscellaneous ECF Notices	0.1

Total: 12.5 hours @ \$650/hour = \$8,125.00

Expenses: None

**Total Fees and Expenses Due: \$8,125.00**